

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

ATTORNEY FEE APPLICATION COVER SHEET

IN RE:

RIH ACQUISITIONS NJ, LLC, *et al.*,¹

CASE NO.: 13-34483 (GMB)

CHAPTER: 11

APPLICANT:

Cole, Schotz, Meisel,
Forman & Leonard, P.A.

CLIENT: Debtor

CASES FILED: November 6, 2013

COMPLETION AND SIGNING OF THIS FORM CONSTITUTES A CERTIFICATION
UNDER PENALTY OF PERJURY PURSUANT TO 28 U.S.C. § 1746.

RETENTION ORDER ATTACHED.

<u>/s/ Ryan T. Jareck</u>	<u>12/4/2013</u>
RYAN T. JARECK	Date

**SECTION I
FEE SUMMARY**

First Monthly Fee Statement Covering the Period
November 6, 2013 through November 30, 2013

Total Previous Fees and Expenses Requested:	\$0.00
Total Fees and Expenses Allowed to Date:	\$0.00
Total Retainer (if applicable):	\$375,000.00
Total Holdback (if applicable):	N/A
Total Received by Applicant:	\$0.00

¹ The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).

	Name of Professional and Title	Year Admitted	Hours	Rate	Fee
1.	Michael D. Sirota, Member	1986	58.00	\$800.00	\$46,400.00
2.	David Bass, Member	1994	1.30	\$640.00	\$832.00
3.	John Stewart, Member	1998	1.60	\$440.00	\$704.00
4.	Warren A. Usatine, Member	1995	12.10	\$625.00	\$7,562.50
5.	Ryan T. Jareck, Associate	2008	142.90	\$360.00	\$51,444.00
6.	Nicholas Vislocky, Associate	2012	52.00	\$245.00	\$12,740.00
7.	Frances Pisano, Paralegal	N/A	55.50	\$245.00	\$13,597.50
8.	Cynthia Braden, Paralegal	N/A	35.60	\$220.00	\$7,832.00
9.	Kim Calkin McEllen, Paralegal	N/A	.80	\$195.00	\$156.00
10.	Anthony Cortez, Litigation Support	N/A	2.80	\$250.00	\$700.00
	TOTALS		362.60		\$141,968.00

FEE TOTALS (Page 3)	\$141,968.00
DISBURSEMENTS TOTALS (Page 4)	\$4,387.89
TOTAL FEE APPLICATION	\$146,355.89

**SECTION II
SUMMARY OF SERVICES**

Services Rendered	Hours	Fee
a) Asset Analysis and Recovery	0.00	\$0.00
b) Asset/Business Disposition	57.30	\$27,592.50
c) Business Operations	157.10	\$58,727.00
d) Case Administration	39.40	\$11,503.00
e) Claims Administration and Objections	.50	\$241.00
f) Due Diligence	.80	\$156.00
g) Employee Benefits/Pensions	.50	\$180.00
h) Fee/Employment Applications	34.40	\$10,260.00
i) Fee/Employment Objections	0.00	\$0.00
j) Financing	18.00	\$8,070.50
k) Litigation (Other than Avoidance Action Litigation)	11.70	\$5,090.50
l) Avoidance Action Litigation	0.00	\$0.00
m) Meetings of Creditors	8.20	\$3,085.50
n) Plan and Disclosure Statement	0.00	\$0.00
o) Relief from Stay Proceedings	6.60	\$2,123.50
p) Regulatory Compliance	0.00	\$0.00
q) Travel	25.30	\$14,238.50
r) Accounting/Auditing	0.00	\$0.00
s) Business Analysis	0.00	\$0.00
t) Corporate Finance and Valuation	0.00	\$0.00
u) Data Analysis	0.00	\$0.00
v) Litigation Consulting	2.80	\$700.00
w) Reconstruction Accounting	0.00	\$0.00
x) Tax Issues	0.00	\$0.00
y) Other (specify category)	0.00	\$0.00
SERVICES TOTALS	362.60	\$141,968.00

**SECTION III
SUMMARY OF DISBURSEMENTS**

Disbursements	Amount
a) Computer Assisted Legal Research Westlaw	\$288.23
b) Facsimile (with rates) Rate per Page \$1.00 (Max. \$1.00/pg.)	\$0.00
c) Long Distance Telephone	\$118.74
d) In-House Reproduction No. of Pages (7,607); Rate per Page \$0.20 (Max. 20¢/pg.)	\$1,521.40
e) Outside Reproduction	\$0.00
f) Outside Research	\$0.00
g) Filing/Court Fees	\$0.00
h) Court Reporting	\$0.00
i) Travel	\$481.54
j) Courier & Express Carriers (e.g., Federal Express) Federal Express \$21.98 Messenger Service \$201.00	\$222.98
k) Postage	\$0.00
l) Other (Explain): Transcript of Testimony \$189.15 Copy of Official Documents \$62.00 Lien/Litigation Work \$1,503.85 Luncheon/Dinner Conference \$0.00 Corporate Document Retrieval \$0.00 Overtime \$0.00	\$1,755.00
DISBURSEMENTS TOTAL	\$4,387.89

**SECTION IV
CASE HISTORY**

(NOTE: Items (3) through (6) are not applicable to applications under 11 U.S.C. § 506)

- (1) Date cases filed: November 6, 2013.
- (2) Chapter under which case commenced: Chapter 11
- (3) Date of retention: Order signed December 2, 2013, effective November 6, 2013 (Annex copy of order(s).) **See Exhibit A.**
If limit on number of hours or other limitations to retention, set forth: N/A
- (4) Summarize in brief the benefits to the estate and attach supplements as needed:
 - (A) Final preparation and review of the Debtors' petitions, matrix and service lists.
 - (B) Preparation and final review of various "first day" motions aimed at stabilizing the Debtors' businesses and easing their transition into Chapter 11.
 - (C) Negotiated, prepared and prosecuted a motion for entry of interim and final orders pursuant to Sections 105, 361, 362, 363, 364(c), and 364(e) of the Bankruptcy Code seeking, among other things, authorization to obtain post-petition financing consisting of a senior secured debtor in possession term loan.
 - (D) Preparation of retention pleadings for the Debtors' various professionals. Addressed issues raised by the Office of the United States Trustee for the District of New Jersey (the "**UST**") to the Debtors' various retention applications.
 - (E) Prepared and filed Debtors' motion for entry of: (I) an Order pursuant to Section 363 and Fed. R. Bankr. P. 2002, 6004 and 6006: (1) approving bidding procedures in connection with the sale of the Debtors' assets; (2) authorizing entry into stalking horse agreements and approving stalking horse protections; (3) approving procedures related to the assumption and assignment of certain executory contracts and unexpired leases; (4) scheduling an auction and sale approval hearing; (5) approving the form and manner of the sale notice; and (6) granting certain related relief; and (II) an Order: (1) approving the sale of substantially all of the Debtors' assets; (2) authorizing the assumption and assignment of certain executory contracts and unexpired leases; and (3) granting certain related relief.
 - (F) Prepared for and attended hearings on "first day" motions and bidding procedures.
 - (G) Attended formation meeting of the Official Committee of Unsecured Creditors (the "**Committee**").

- (H) Prepared for and attended various conference calls with the DIP Lender and the Committee in these Chapter 11 cases.
- (I) Prepared and filed the Debtors' Motion for an Order approving key employee incentive program.
- (J) Expended significant time working on and finalizing the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs, as well as Global Notes related to same.
- (K) Assisted the Debtors in addressing numerous day-to-day operational and business issues.

INVOICES ITEMIZING SERVICES RENDERED AND OUT-OF-POCKET EXPENSES INCURRED ARE ATTACHED AS EXHIBITS "B" AND "C", RESPECTIVELY.¹

- (5) Anticipated distribution to creditors:
 - (a) Administration expense: Unknown at this time.
 - (b) Secured creditors: Unknown at this time.
 - (c) Priority creditors: Unknown at this time.
 - (d) General unsecured creditors: Unknown at this time.
- (6) Final disposition of case and percentage of dividend paid to creditors (if applicable): This is the first monthly fee application. Final dividend percentages are unknown at this time.

¹ Cole Schotz's invoice for services associated with the First Monthly Fee Statement has been redacted to protect attorney-client privileged communications and descriptions of attorney-created materials under work-product doctrine.